

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re : **Chapter 11**
: **Case No. 01-01139 (KJC)**
W. R. Grace & Co., et al., : **Jointly Administered**
: **Objections Due: July 11, 2014 at 4:00 p.m. (ET)**
Reorganized Debtors. :
: **-----X**

**FINAL FEE APPLICATION OF BUCHANAN INGERSOLL & ROONEY PC
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES FOR THE PERIOD FROM OCTOBER 26, 2001 THROUGH MAY 21, 2009**

Name of Applicant: Buchanan Ingersoll & Rooney PC
Authorized to Provide Professional Services to: Official Committee of Equity Holders
Date of Retention: October 26, 2001
Period for which compensation and
reimbursement is sought: October 26, 2001 through May 21, 2009
Amount of fees to be approved
as actual, reasonable and necessary: \$1,687,895.50
Amount of expenses sought as actual,
reasonable and necessary: \$55,894.12
This is an: ___ interim X final application

Fees incurred in connection with the preparation, filing and service of this Final Fee Application
will be billed directly to the Reorganized Debtors.

Prior applications:

<u>Date Filed and Docket No.</u>	<u>Period Covered</u>	<u>Requested Fees/ Expenses</u>	<u>Approved Fees/ Expenses</u>	<u>CNO/Docket No.</u>
12/28/01 1426	10/26/01 through 11/30/01	\$5,518.00/ \$2,028.76	\$4,414.40/ \$2,028.76	1541
01/25/02 1548	12/01/01 through 12/31/01	\$4,119.50/ \$940.67	\$3,295.60/ \$940.67	1689
02/26/02 1720	01/01/02 through 01/31/02	\$11,494.00/ \$1,275.80	\$9,195.20/ \$1,275.80	1836
04/03/02 1895	02/01/02 through 02/28/02	\$7,784.50/ \$882.79	\$6,227.60/ \$882.79	1984
05/08/02 2025	03/01/02 through 03/31/02	\$7,755.00/ \$1,565.66	\$6,204.00/ \$1,565.66	2120
06/03/02 2145	04/01/02 through 04/30/02	\$6,011.50/ \$878.55	\$4,809.20/ \$878.55	2285
07/02/02 2316	05/01/02 through 05/31/02	\$6,957.50/ \$688.60	\$5,566.00/ \$688.60	2436
08/02/02 2489	06/01/02 through 06/30/02	\$5520.00/ \$447.36	\$4,416.00/ \$447.36	2607
08/28/02 2609	07/01/02 through 07/31/02	\$3,597.50/ \$879.97	\$2,878.00/ \$879.97	2701
09/26/02 2751	08/01/02 through 08/31/02	\$9,457.50/ \$1,172.93	\$7,566.00/ \$1,172.93	2829
10/25/02 2885	09/01/02 through 09/30/02	\$14,313.50/ \$665.71	\$11,450.80/ \$665.71	3057
11/25/02 3069	10/01/02 through 10/31/02	\$12,568.50/ \$1,343.14	\$10,054.80/ \$1,343.14	3169
12/26/02 3188	11/01/02 through 11/30/02	\$9,268.50/ \$430.93	\$7,414.80/ \$430.93	3256
1/27/03 3276	12/1/02 through 12/25/02	\$4,071.00/ \$160.28	\$3,256.00/ \$160.28	3417
2/25/03 3425	12/26/02 through 1/31/03	\$6,386.50/ \$82.31	\$5,109.00/ \$82.31	3520
3/24/05 3545	2/1/03 through 2/28/03	\$3,576.50/ \$70.72	\$2,861.20/ \$70.72	3664

4/28/03 3716	3/1/03 through 3/31/03	\$7,177.50/ \$481.33	\$5,742.00/ \$481.33	3827
5/28/03 3834	4/1/03 through 4/30/03	\$4,300.50/ \$227.83	\$3,440.40/ \$227.83	3947
6/27/03 3968	5/1/03 through 5/31/03	\$7,792.50/ \$1,024.71	\$6,234.00/ \$1,024.71	4091 7/22/03
7/28/03 4113	6/1/03 through 6/30/03	\$7,168.50/ \$831.98	\$5,734.80/ \$831.98	4309 8/21/03
8/28/03 4351	7/1/03 through 7/31/03	\$17,663.00/ \$1,392.91	\$14,130.40/ \$1,392.91	4456 9/22/03
9/29/03 4500	8/1/03 through 8/31/03	\$12,893.50/ \$244.39	\$10,314.80/ \$244.39	4521 10/23/03
10/29/03 4630	9/1/03 through 9/30/03	\$14,176.00/ \$2,059.35	\$11,340.80/ \$2,059.35	4725 11/21/03
11/26/03 4753	10/1/03 through 10/31/03	\$13,698.00/ \$575.77	\$10,958.40/ \$575.77	4829 12/18/03
12/29/03 4877	11/1/03 through 11/30/03	\$10,696.50/ \$207.22	\$8,557.20/ \$207.22	4986 1/26/04
1/28/04 5005	12/1/03 through 12/25/03	\$10,843.00/ \$543.07	\$8,674.40/ \$543.07	5135 2/19/04
2/27/04 5187	12/26/03 through 1/31/04	\$16,269.00/ \$1,034.60	\$13,015.20/ \$1,034.60	5342 3/24/04
4/6/04 5403	2/1/04 through 2/29/04	\$11,591.50/ \$673.24	\$9,273.20/ \$673.24	5501 4/28/04
4/25/04 5502	3/1/04 through 3/31/04	\$12,715.00/ \$1,402.19	\$10,172.00/ \$1,402.19	5616 5/19/04
5/28/04 5656	4/1/04 through 4/30/04	\$8,492.50/ \$782.53	\$6,794.00/ \$782.53	5844 6/21/04
6/28/04 5883	5/1/04 though 5/31/04	\$16,891.00/ \$180.37	\$13,512.80/ \$180.37	5996 7/20/04
7/29/04 6061	6/1/04 through 6/30/04	\$30,666.50/ \$1,008.14	\$24,533.50/ \$1,008.14	6223 8/20/04
8/31/04 6292	7/1/04 through 7/31/04	\$20,746.50/ \$1,010.62	\$16,597.20/ \$1,010.62	6436 9/21/04

9/28/04 6485	8/1/04 through 8/31/04	\$20,512.00/ \$1,821.42	\$16,409.60/ \$1,821.42	6780 10/28/04
10/28/04 6779	9/1/04 through 9/30/04	\$20,634.50/ \$1,231.46	\$16,076.60/ \$1,231.46	7001 11/19/04
11/30/04 7063	10/1/04 through 10/31/04	\$20,982.00/ \$144.74	\$16,785.60/ \$144.74	7327 12/22/04
12/28/04 7381	11/1/04 through 11/30/04	\$26,383.00 \$1,843.03	\$21,106.40 \$1,843.03	7600 1/20/05
1/28/05 7640	12/1/04 through 12/25/04	\$27,170.50 \$457.47	\$21,736.40 \$457.47	7852 2/22/05
3/3/05 7940	12/26/04 though 1/31/05	\$25,021.50 \$1,466.97	\$20,017.20 \$1,466.97	8127 3/28/05
4/1/05 8153	2/1/05 through 2/28/05	\$21,980.00 \$240.36	\$17,584.00 \$240.36	8291 4/27/05
5/6/05 8379	3/1/05 through 3/31/05	\$13,210.50 \$138.07	\$10,568.40 \$138.07	8528 5/31/05
5/31/05 8529	4/1/05 through 4/30/05	\$13,310.00 \$450.86	\$10,648.00 \$450.86	8668 6/22/05
6/28/05 8693	5/1/05 through 5/31/05	\$22,543.00 \$113.87	\$18,034.40 \$113.87	9032 7/20/05
7/28/05 9100	6/1/05 through 6/30/05	\$22,083.00 \$349.11	\$17,666.40 \$349.11	9226 8/22/05
8/29/05 9278	7/1/05 though 7/31/05	\$22,038.00 \$701.59	\$17,630.40 \$701.59	9485 9/22/05
9/29/05 9527	8/1/05 through 8/31/05	\$11,890.50 \$134.58	\$9,512.40 \$134.58	9923 10/21/05
10/31/05 10931	9/1/05 though 9/30/05	\$20,681.00 \$115.56	\$16,544.80 \$115.56	11163 11/28/05
11/29/05 11194	10/1/05 through 10/31/05	\$28,006.50 \$73.99	\$22,405.20 \$73.99	11406 12/22/05
12/29/05 11455	11/1/05 through 11/30/05	\$17,553.00 \$186.38	\$14,042.40 \$186.38	11600 1/20/06

1/30/06 11648	12/1/05 through 12/25/05	\$17,414.00 \$379.30	\$13,931.20 \$379.30	11873 2/22/06
3/1/06 11915	12/26/05 through 1/31/06	\$30,980.50 \$509.09	\$24,784.40 \$509.09	12111 3/23/06
3/30/06 12170	2/1/06 through 2/28/06	\$28,430.50 \$84.70	\$22,744.40 \$84.70	12292 4/21/06
5/1/06 12343	3/1/06 through 3/31/06	\$24,901.00 \$163.54	\$19,920.80 \$163.54	12511 5/25/06
5/30/06 12540	4/1/06 through 4/30/06	\$10,137.50 \$65.09	\$8,110.00 \$65.09	12695 6/21/06
6/29/06 12729	5/1/06 through 5/31/06	\$12,474.50 \$81.34	\$9,979.60 \$81.34	12844 7/24/06
8/1/06 12892	6/1/06 through 6/30/06	\$15,638.00 \$147.53	\$12,510.40 \$147.53	13050 8/23/06
8/30/06 13104	7/1/06 through 7/31/06	\$17,633.00 \$82.59	\$14,106.40 \$82.59	13289 9/22/06
9/29/06 13325	8/1/06 through 8/31/06	\$23,103.50 \$6,845.83	\$18,482.80 \$6,845.83	13442 10/23/06
10/30/06 13514	9/1/06 through 9/30/06	\$27,703.50 \$1,343.06	\$22,162.80 \$1,343.06	13737 11/22/06
11/29/06 13821	10/1/06 through 10/31/06	\$24,632.50 \$108.44	\$19,706.00 \$108.44	14080 12/20/06
1/3/07 14208	11/1/06 through 11/30/06	\$44,508.00 \$22.50	\$35,606.40 \$22.50	14403 1/26/07
1/29/07 14413	12/1/06 through 12/31/06	\$39,617.50 \$34.20	\$31,694.40 \$34.20	14638 2/21/07
3/1/07 14712	1/1/07 through 1/31/07	\$48,255.50 \$91.43	\$38,604.40 \$91.43	14941 3/23/07
3/29/07 15018	2/1/07 through 2/28/07	\$39,667.50 \$110.85	31,734.00 \$110.85	15260 4/20/07
4/30/07 15431	3/1/07 through 3/31/07	\$46,393.00 \$701.33	\$37,114.40 \$701.33	15798 5/23/07

5/29/07 15858	4/1/07 through 4/30/07	\$40,135.00 \$242.35	\$32,108.00 \$242.35	16119 6/21/07
6/29/07 16191	5/1/07 through 5/31/07	\$39,579.00 \$75.00	\$31,663.20 \$75.00	16355 7/23/07
7/30/07 16423	6/1/07 through 6/30/07	\$33,919.50 \$62.60	\$27,135.60 \$62.60	16615 8/23/07
8/29/07 16880	7/1/07 through 7/31/07	\$28,642.00 \$115.80	\$22,913.60 \$115.80	16881 9/20/07
10/3/07 16982	8/1/07 through 8/31/07	\$11,360.00 \$47.62	\$9,088.00 \$47.62	17155 10/25/07
10/29/07 17176	9/1/07 through 9/30/07	\$13,485.50 \$377.93	\$10,788.40 \$377.93	17420 11/21/07
11/29/07 17485	10/1/07 though 10/30/07	\$22,090.50 \$66.90	\$17,672.40 \$66.90	17679 12/21/07
1/2/08 17728	11/1/07 through 11/30/07	\$9,478.50 \$241.85	\$7,582.80 \$241.85	17887 1/25/08
1/29/08 17916	12/1/07 through 12/31/07	\$12,930.00 \$4,153.50	\$10,344.00 4153.50	18072 2/20/08
2/29/08 18161	1/1/08 through 1/31/08	\$17,839.50 \$209.95	\$14,271.60 \$209.95	18371 3/24/08
3/31/08 18426	2/1/08 through 2/29/08	\$16,588.00 \$80.25	\$13,270.40 \$80.25	18597 4/23/08
4/29/08 18629	3/1/08 through 3/31/08	\$12,663.00 \$35.85	\$10,130.40 \$35.85	18761 5/21/08
5/29/08 18815	4/1/08 through 4/30/08	\$21,263.50 \$68.70	\$17,010.80 \$68.70	18978 6/23/08
6/30/08 19014	5/1/08 through 5/31/08	\$22,285.00 \$34.80	\$17,828.00 \$34.80	19141 7/23/08
7/30/08 19202	6/1/08 through 6/30/08	\$17,394.50 \$15.60	\$13,915.60 \$15.60	19358 8/21/08
8/29/08 19415	7/1/08 through 7/31/08	\$20,545.00 \$851.23	\$16,436.00 \$851.23	19593 9/23/08
9/29/08 19633	8/1/08 through 8/31/08	\$23,271.50 \$120.80	\$18,617.20 \$120.80	19835 10/22/08

10/29/08 19905	9/1/08 through 9/30/08	\$17,280.50 \$41.70	\$13,824.40 \$41.70	20108 11/20/08
12/1/08 20159	10/1/08 through 10/31/08	\$25,270.00 \$1,160.28	\$20,216.00 \$1,160.28	20337 12/23/08
1/5/09 20410	11/1/08 through 11/30/08	\$14,431.50 \$47.60	\$11,545.20 \$47.60	20621 1/29/09
1/29/09 20620	12/1/08 through 12/31/08	\$24,529.50 \$83.50	\$19,623.60 \$83.50	20781 2/20/09
3/3/09 20888	1/1/09 through 1/31/09	\$22,382.00 \$51.90	\$17,905.60 \$51.90	21109 3/25/09
3/30/09 21147	2/1/09 through 2/28/09	\$19,220.00 \$15.20	\$15,376.00 \$15.20	21371 4/23/09
4/29/09 21458	3/1/09 through 3/31/09	\$26,567.50 \$70.80	\$21,254.00 \$70.80	21822 5/21/09
6/3/09 21966	4/1/09 through 4/30/09	\$33,494.00 \$169.70	\$26,795.20 \$169.70	22248
6/30/09 22295	5/1/09 through 5/21/09	\$13,581.00 \$17.80	\$10,864.80 \$17.80	22592

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

	X	
<i>In re</i>	:	Chapter 11
	:	
W. R. Grace & Co., <i>et al.</i> ,	:	Case No. 01-01139 (KJC)
	:	
Reorganized Debtors.	:	Jointly Administered
	:	
	:	Objections Due: July 11, 2014 at 4:00 p.m. (ET)
	X	

**FINAL FEE APPLICATION OF BUCHANAN INGERSOLL & ROONEY PC
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES FOR THE PERIOD FROM OCTOBER 26, 2001 THROUGH MAY 21, 2009**

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101 through 1532 (the “Bankruptcy Code”), and Rule 2016 of the Federal Rules of Bankruptcy Procedure, the law firm of Buchanan Ingersoll & Rooney PC (hereinafter, “BIR”) hereby submits this application (the “Application”) for final approval of reasonable compensation for professional legal services rendered as former co-counsel to the Official Committee of Equity Holders (the “Equity Committee”) in the amount of \$1,687,895.50, together with reimbursement for actual and necessary expenses incurred in the amount of \$55,894.12, for the period commencing October 26, 2001 through and including May 21, 2009 (the “Final Fee Period”).¹ In support of its Application, BIR respectfully represents as follows:

1. BIR was employed to represent the Equity Committee as Delaware co-counsel in connection with these chapter 11 cases, pursuant to an order (the “BIR Retention Order”) [Docket No. 1275] entered by this Court on November 27, 2001.² The BIR Retention Order authorized BIR to be compensated on an hourly basis and to be reimbursed for actual and

¹ Since May, 2009, the Equity Committee’s Delaware counsel has been Saul Ewing.

² On September 9, 2006, this Court entered the Order Amending the Retention Order of Klett Rooney Lieber & Schorling to Reflect Firm Name Change to Buchanan Ingersoll & Rooney PC [D.I. 13267].

necessary out-of-pocket expenses. All services for which compensation is requested by BIR were performed for or on behalf of the Equity Committee.

REQUEST FOR FINAL APPROVAL OF FEES AND EXPENSES

2. This Application covers the Final Fee Period of October 26, 2001 through and including May 21, 2009. During the Final Fee Period, BIR performed necessary services and incurred out-of-pocket disbursements as Delaware counsel to the Equity Committee. As set forth in the prior filed monthly fee applications and quarterly fee applications, in accordance with the factors enumerated in section 330 of the Bankruptcy Code, approval of the fees requested for the Final Fee Period is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title. In addition, the out-of-pocket disbursements for which reimbursement is sought were actual, reasonable and necessary costs (x) incurred while representing the Equity Committee and (y) of preserving the value of the Equity Committee.

CONCLUSION

WHEREFORE, BIR respectfully requests that (a) final allowance be made to BIR in the sum of (i) \$1,687,895.50 as compensation for necessary professional services rendered to the Equity Committee for the Final Fee Period and (ii) \$55,894.12 for reimbursement of actual necessary costs and expenses incurred for such Final Fee Period and further requests such other and further relief as this Court may deem just and proper.

Dated: May 9, 2014
Wilmington, Delaware

BUCHANAN INGERSOLL & ROONEY PC

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